

**PUERTO RICAN
EDUCATORS ASSOCIATION, INC.
OF NEW JERSEY**



**CONSTITUTION
AND BY-LAWS**

**NEWARK, NEW JERSEY
1979**

**PUERTO RICAN
EDUCATORS ASSOCIATION, INC.
OF NEW JERSEY**

OFFICERS

NOVEMBER 1977 — MARCH 1979

PRESIDENT	ANA TERESA BERRIOS
VICE PRESIDENT	BENIGNO SANTIAGO
TREASURER	EZEQUIEL GARCIA
RECORDING SECRETARY	MARGARITA VEGA
CORRESPONDING SECRETARY	CARMEN GARCIA
PUBLIC RELATIONS	CARMEN FIGUEROA
SARGEANT AT ARMS	LUIS LOPEZ

ADVISORS

GLORIA DEL TORO

JOSE ROSARIO

FRANK MORALES

GILBERTO COLON

Constitution and By-Law Committee

President — Gloria Del Toro

Marina Berkowitz

Benigno Santiago

PUERTO RICAN EDUCATORS ASSOCIATION, INC.
OF NEW JERSEY

CONSTITUTION AND BY - LAWS

Preamble

We left our native land toward an uncertain future in a distant, strange country full of doubts, but also full of hopes, and a strong determination to build a future for ourselves and our generations. Thus, we set ourselves to the task of establishing the foundations for that future. We have adopted as our starting point the knowledge of who we are and where we find ourselves in history, as individuals, and as members of a strong, proud community with its own language and customs. We have chosen education as the cornerstone on which to build that future.

As members of the Puerto Rican-Hispanic community, the Puerto Rican Educators Association of New Jersey, Inc., with a sense of commitment to the needs of that community, and of our obligation to its members, submit these principles of goals and intentions toward meeting those needs.

ARTICLE I

Name of Organization

This organization shall be known as Puerto Rican
Educators Association, Inc. of New Jersey.

ARTICLE II

General Purposes

The general purposes of this organization shall be:

1. To seek a broader development and expansion of educational opportunities for Puerto Rican educators and the Puerto Rican community at large.
2. To encourage and actively support the recruitment, hiring, training, promotion and career advancement of Puerto Ricans in education and related fields.
3. To become actively involved in the achievement of parity in all aspects of government employment for Puerto Ricans.
4. To counteract social and ethnic discrimination, overt or covert, wherever and whenever it is encountered against Puerto Ricans.
5. To provide the government entities with specific and definite guidelines for recruitment, training, employment and advancement of Puerto Ricans in educational and related fields in government service.
6. To provide a vehicle as well as the means and facilities for cooperation among two or more private and/or public agencies for the purpose of research and development of action and demonstration projects in the areas of education, social change and business education for such purposes as the upgrading of the Puerto Rican community in all facets of education.
7. To work for the development of fraternal and friendly relationships among the educators, extending this action to the community as a whole.

8. To increase the knowledge of our fellow Americans of our culture, history and Puerto Rican contributions to our society.
9. To plan, develop and/or engage in educational programs for Puerto Rican students and educators in the area of New Jersey.
10. To acquire, hold, own and dispose of property, real or personal, in connection with the goals established by this organization.
11. To solicit, receive and hold money and other property, real or personal, whether the same be acquired by gift, devise, bequest or otherwise, and to make such disbursement and distribution thereof from time to time as may be determined best in the general interest of developing plans for the education of the Puerto Rican children and others.
12. To receive and administer grants from governmental agencies and/or private foundations.

ARTICLE III

Location

This organization will be based in Newark, New Jersey, and its actions will be conducted throughout the state of New Jersey.

ARTICLE IV

Membership

1. Any Puerto Rican educator who is a resident of the state of New Jersey, and who is actively and directly engaged in the field of education is eligible to become a member, upon written application to the secretary of the corporation and final approval by the Board of Directors. Other professionals may also become members upon the same specifications stated above.
2. Members in good standing may participate in the activities of the corporation and may move, second, discuss and vote on matters affecting the organization at general meetings, and may run for office as stated in the by-laws.

The term "good standing" as used herein refers to a member who pays dues regularly, attends fifty percent of the regularly scheduled meetings and participates actively in the affairs of the corporation.

3. Chapters of the organization may be established throughout the state of New Jersey, whose structure will be based upon the same by-laws governing this organization.

ARTICLE V

Administration

Section 1

The business of the corporation shall be conducted, subject to these by-laws, by a Board of Directors, the majority of which shall be directly engaged in education and directly concerned and identified with the purposes of the corporation.

Section 2

The Board of Directors referred to in the Certificate of Incorporation of the Corporation shall thereafter be known and designated as the Board of Directors of the Corporation.

Section 3

The Board shall be composed of not more than twenty five (25) members divided into two (2) categories:

- a. Eight (8) officers
The officers of the Corporation shall be selected from among members of the Corporation who are actively and directly involved in the field of education.
- b. Seventeen (17) representatives at-large
The representatives at-large shall be selected from among members of the Corporation who are actively and directly involved in the field of education in the state of New Jersey, including one representative from each duly constituted chapter.

Section 4 The officers

The officers of the Corporation shall be:

1. President
2. First Vice President
3. Second Vice President
4. Recording Secretary
5. Corresponding Secretary
6. Treasurer
7. Assistant Treasurer
8. Advisor

Section 5 Duties of the President

- A. The President shall be the chief executive officer of the organization and shall preside as chairperson at all general membership and executive board meetings.
- B. The President shall be the official spokesperson for the organization and shall, in emergency and time-pressing matters of unusual concern, have the authority to make decisions for the organization upon concurrence from any two officers of the Board.
- C. This officer shall have the authority to appoint ad hoc committees and shall act as an ex-officio member of each of these committees as required.
- D. He/She shall have the authority to appoint all appointive positions, committees and committee members not otherwise provided for, and may call on any general member or member of the executive board for assistance in the implementation of duties assigned by himself/herself, the executive board, or the general membership.
- E. The President and the Treasurer must co-sign all checks. All expenditures over \$1000.00 shall require approval of the executive board and signatures by both the President and the Treasurer.
- F. The President shall sign all official documents for the organization and shall initiate and pursue communications with members and outside

individuals and agencies as may be required.

- G. The President shall be responsible for recommending the creation of new standing committees at the annual convention and for the appointment of chairpersons to standing and other committees.
- H. The outgoing President shall be a member of the newly elected board and shall act as Advisor for the next organizational year.
- I. The President shall present a report to the Corporation at its annual meeting.

Section 4 Duties of the First Vice President

- A. The First Vice President shall, when called upon, assist the President by counsel or otherwise in the exercise of any of the presidential duties; and in the absence, disability, or resignation of the President, function as the chief Executive Officer until the next election.
- B. This officer shall also assist the President in the coordination of standing committee activities as determined by the President and will be responsible for adequate standing committee reports from committee chairpersons for executive board and general membership agendas.

Section 5 Duties of the Second Vice President

- A. The Second Vice President shall serve as President in the absence of the President and First Vice President and shall perform such other duties as may be determined by the Executive Committee and/or the President.

Section 6 Duties of the Recording Secretary

- A. The Recording Secretary shall cause the proceedings of all sessions to be recorded, and shall produce such records upon the request of any member in good standing.
- B. The Recording Secretary, under the direction

of the President, shall prepare all necessary reports as required by the President and executive board.

Section 9 Duties of the Corresponding Secretary

- A. The Corresponding Secretary shall be responsible for the answering of all correspondence and other tasks related to correspondence and general communications as required and directed by the President and the executive board. The Corresponding Secretary shall be responsible for notifying all members of the scheduled meetings.

Section 10 Duties of the Treasurer

- A. The Treasurer shall be the chief financial officer of this organization, shall receive and collect all monies due to the organization, and shall, along with the President, sign for all substantial monies as stipulated in Article V, Section 5, Paragraph E of this constitution.
- B. The Treasurer may pay vouchers under \$100.00 upon approval of the President, and shall pay other vouchers up to \$1000.00 as directed and approved by the President and the Board of Directors with a co-signature.
- C. The Treasurer shall prepare for the executive board a quarterly financial statement and an annual financial statement for the general assembly.
- D. The Treasurer will be responsible for the prompt payment of all legal debts incurred by the organization, shall keep financial records in a neat and efficient manner, and at all times available for examination by any member in good standing.
- E. The Treasurer shall, near the end of every fiscal year, present all books, records, and accounts to be audited by a committee appointed by the President, and later by an independent agent selected by the board.

Section 11 The Assistant Treasurer

The Assistant Treasurer, during the absence or at the request of the Treasurer, shall have the powers and perform the duties of the Treasurer. The Assistant Treasurer shall also have such other powers and perform such other duties as may be assigned to him/her by the Board of Directors, the Executive Committee, The President or the Treasurer.

Section 12 Advisor

The outgoing President shall be the Advisor for the newly elected Board and shall serve as a member of its Executive Committee.

Section 13 Executive Committee

The officers of the Corporation and the Presidents of each Standing Committee shall constitute the Executive Committee. The President of the Corporation shall be the President of the Executive Committee. It shall meet at regular intervals between Board meetings. The Executive Committee shall be directly responsible to the Board and shall have the authority to act for the Board between Board meetings, to act on all administrative matters consistent with the purposes and objectives of the Corporation, and it shall function to facilitate the operation of the Corporation. The Board of Directors shall have the right to review any actions of the Executive Committee.

ARTICLE VI

Section 1 Standing Committees

The Standing Committees shall be elected by the Board of Directors from among the members of the Corporation upon nomination by the Nominating Membership Committee. The Chairperson of any standing committee shall be appointed by the President from the Board of Directors. The President of the Board is an ex-officio member of all standing committees.

Section 2 Standing Committees are:

- a. Education and Cultural Committee
- b. Nominating-Membership Committee

- c. Public Relations Committee
- d. Finance and By-laws Committee
- e. Social Affairs Committee

Section 3 Terms of Office and Procedures of Standing Committees

Each committee shall be broadly representative and shall consist of at least five (5) members. The membership lists of each standing committee shall be submitted in writing to the Board of Directors at its next meeting and shall always be available for inspection to any member of the Corporation. The composition of any committee may be reviewed by the Board upon majority vote of that body. All activities performed by all committees will require prior approval of the executive committee.

Section 4 Educational and Cultural Committee

This committee will develop and evaluate the different educational and cultural programs of the organization, determining whether or not the programs, as implemented, are fulfilling the general purposes of the Corporation, particularly those pertaining to the improvement of the education and culture of the Puerto Rican community.

Section 5 Membership-Nominating Committee

It shall be the responsibility of this Committee to recruit and recommend qualified members for the Corporation and to keep updated records of the membership.

The Nominating - Membership Committee shall meet as frequently as required and shall nominate persons for election to the following positions:

- a. Membership on the Board of Directors
- b. Officers of the Corporation
- c. Members of the Standing Committees

Section 6 Public Relations Committee

The Public Relations Committee shall have the responsibility of keeping the general public informed of the activities of the organization and establishing contacts with individual leaders and organizations in order to keep a good relationship with all

segments of the community. This committee will also prepare press releases, and other literature for local, state or national publications.

Section 7 By-Laws and Finance Committee

This Committee shall make recommendations to the Board of Directors concerning the organization and finances of the Corporation, and upon being authorized, shall prepare such changes to the By-Laws as directed. The Committee shall continue to study the functioning of the organization and recommend such changes as shall in its discretion decide. It shall include the Treasurer of the Corporation as a member.

The Committee shall also consider policies concerning the improvement of budget processes, the control of expenditures, the financing of the affairs of the Corporation and the audit of its financial activities. In addition, this Committee, upon authorization of the Board of Directors, shall plan and conduct all Fund Raising activities. The Committee shall meet as frequently as required, but at least quarterly, and shall file a financial report at least annually.

Section 8 Social Affairs Committee

This Committee shall propose, plan and carry out activities of a social nature as approved by the membership and/or the Board of Directors in order to promote and enhance the goals of this organization.

ARTICLE VII

Section 1 Nominations and Elections

Nominations for Directors shall be submitted annually to the membership by the Nominating-Membership Committee. This Committee shall hold an open meeting at least six weeks prior to the annual meeting, when they shall receive suggestions, written and oral from the membership for nominations. Due notice of the open meeting shall be given to the membership. They shall thereafter meet to consider the Directors.

Section 1

The Nominating-Membership Committee shall report to the corresponding secretary, no later than one month prior to the date of the annual meeting, its nominees (aforesaid) for Directors for election at such annual meeting. These names shall be included in the written notice of the annual meeting sent to all members of the Corporation.

Section 3

Nominations may also be made from the floor at the annual meeting for election of the Board of Directors. All members of the Corporation, as defined in ARTICLE IV are eligible to vote for the officers and at-large members of the Corporation's Board of Directors.

Section 4

The membership shall elect 25 (twenty-five) Directors at the annual meeting from among those proposed by the Nominating-Membership Committee and those nominated from the floor, subject to the stipulations stated in ARTICLE V, Section 3. Those candidates receiving the highest number of votes shall be elected as Directors.

Section 5

Voting in the election shall be by secret ballot. The Nominating-Membership Committee shall supervise the process of the elections and a special committee could be appointed to count and tabulate the ballots and report the final results to the membership.

Section 6

The term of office of all Directors, whether officers or representatives at-large shall commence as of the date of the annual meeting of the Corporation. The term of office of the Representatives at large will be as follows:

- a. Two-fifths of the members shall serve for a period of 1 year.
- b. One fifth of the members shall serve for a period of 2 years.

- c. Two-fifths of the members shall serve for a period of 3 years to be determined by the Nominating-Membership Committee with the approval of the President of the Board.

No member shall be elected as an officer of the Board of Directors for more than two consecutive terms for the same office.

Section 1

No member shall be elected as an officer or representative at-large unless he or she has been an active member in good standing for a period of six (6) months prior to the elections and has paid his dues regularly.

ARTICLE VIII

Meetings

Section 1

Annual Meeting of the Members of the Corporation
There shall be an Annual Meeting of the Members of the Corporation held in the second week of March each year on a date and at a time and place to be determined by the Board of Directors.

Section 2

Special Meetings of the Members of the Corporation
Special Meetings of the Corporation may be called at any time by the President by order of the Board of Directors. Special Meetings shall be held at such place as may be specified in the call thereof. The purpose, time and place of such meetings shall be set forth in the notice thereof.

Section 3

Notice of Meetings of the Members of the Corporation
Notice of each annual or special meeting stating the time, place and purpose thereof shall be served by mail to the last known address of each member NOT less than ten days prior thereto. The notice of the annual meeting shall include the report of the Nominating-Membership Committee and any proposed

revisions to the By-Laws.

Section 4

Quorum. Meetings of members of the Corporation. At any meeting of the Corporation twenty (20) members shall be a quorum for all purposes except as otherwise provided by law. In the absence of the quorum, the members present in person shall have the power to adjourn from time to time until a quorum be present, without further notice other than announcement of the time and place of the adjourned meeting.

Section 5

Voting Members of the Corporation. Each member of the Corporation [as determined by ARTICLE IV] shall be entitled to one vote at all meetings of the Corporation's membership. All questions shall be decided by a majority vote of the members present.

Section 6

Annual Meeting of the Board of Directors. The Board of Directors shall hold its annual meeting, for the purpose of board organization, within two weeks after the Annual Meeting of the Corporation. In addition to the Annual Meeting, there shall be at least ten other Board Meetings each year, time date and place to be determined at the organizational meeting.

Section 7

Other Board Meetings. Other meetings of the Board of Directors may be called at any time by the President or upon the written request of at least one-fifth of the members of the Board.

Section 8

Notice of Meetings of the Board. Notice of each Meeting of the Board other than the Annual Meeting, stating time and place thereof, shall be given to each Director by mailing the same to his/her last known post office address at least 5 days before the meeting.

Section 9

Quorum Board Meeting. At any meeting of the Board, one fifth of the members shall constitute a quorum, but less than a quorum may adjourn such meeting from time to time until a quorum is present.

Section 10

Voting Procedures. There shall be proxy voting. In the event an elected board member cannot attend a Board meeting, the proxy representing him/her shall have full voting authority, provided a written document is submitted authorizing him/her to act as such.

ARTICLE IX

Impeachment of Officers

Any officer elected by the membership shall be subject to impeachment or removal by the Board of Directors, with just cause, by two-thirds vote. In the case of absence or inability to act of any officer of the Corporation, the Board of Directors may, without impeachment or removal, delegate the powers and duties of such officer to any other officer or suitable person selected by the Board for such period as the Board may deem proper, subject, however, to any limitations herein contained and only to the extent permitted by law.

ARTICLE X

Seal

Section 1

The seal of the Corporation shall contain the name thereof, the State of its incorporation, and the year of its incorporation.

ARTICLE XI

Annual Report

Section 1

The Board of Directors shall present at the annual

meeting of the membership of the Corporation an annual report verified by the President and Treasurer.

ARTICLE XII

Amendments

Section I

These By-Laws may be amended, revised or repealed by two-thirds of those present at any annual, regular or special meeting of the members of the Corporation, provided written notice of the proposed action shall have been given by mail to each member at least ten days prior to the date of the meeting at which it is proposed to take such action.

ARTICLE XIII

ratification

This constitution will become effective upon ratification of same by a majority of the voting members present at the Special Meeting of the Corporation held Thursday, February 13, 1979 at F.O.C.W.S., 443 Broad Street Newark, New Jersey.

ARTICLE XIV

Parliamentary Procedure

The business of this corporation shall be ruled by the Robert's Rules of Order.